

EP Energy Corp  
Form SC 13G  
February 13, 2015

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**SCHEDULE 13G**

(Amendment No. )\*

Under the Securities Exchange Act of 1934

**EP Energy Corporation**

(Name of Issuer)

**Class A common stock, par value \$0.01**

(Title of Class of Securities)

**268785102**

(CUSIP Number)

**December 31, 2014**

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 268785102

- 1 Name of Reporting Persons.  
I.R.S. Identification Nos. of Above Persons (Entities Only).  
Apollo Investment Fund VII, L.P.
- 2 Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)
- 3 SEC Use Only
- 4 Citizenship or Place of Organization  
Delaware
- |  |   |   |
|--|---|---|
|  | 5 | Sole Voting Power   |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With: | 6 | Shared Voting Power<br>28,845,236 shares of Class A common stock      |
|  | 7 | Sole Dispositive Power  |
|  | 8 | Shared Dispositive Power<br>28,845,236 shares of Class A common stock |
- 9 Aggregate Amount Beneficially Owned by Each Reporting Person  
28,845,236 shares of Class A common stock
- 10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
- 11 Percent of Class Represented by Amount in Row (9)  
11.8%
- 12 Type of Reporting Person (See Instructions)  
PN

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CUSIP No. 268785102

1 Name of Reporting Persons.  
I.R.S. Identification Nos. of Above Persons (Entities Only).  
Apollo Overseas Partners (Delaware 892) VII, L.P.

2 Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)

3 SEC Use Only

4 Citizenship or Place of Organization  
Delaware

5 Sole Voting Power

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With:

6 Shared Voting Power  
10,979,018 shares of Class A common stock

7 Sole Dispositive Power

8 Shared Dispositive Power  
10,979,018 shares of Class A common stock

9 Aggregate Amount Beneficially Owned by Each Reporting Person  
10,979,018 shares of Class A common stock

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11 Percent of Class Represented by Amount in Row (9)  
4.5%

12 Type of Reporting Person (See Instructions)  
PN

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CUSIP No. 268785102

13 Name of Reporting Persons.  
I.R.S. Identification Nos. of Above Persons (Entities Only).  
AIF PB VII (LS AIV), L.P.

14 Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)

15 SEC Use Only

16 Citizenship or Place of Organization  
Delaware

17 Sole Voting Power

Number of Shares Beneficially Owned by Each Reporting Person With: 18 Shared Voting Power  
0 shares of Class A common stock

19 Sole Dispositive Power

20 Shared Dispositive Power  
0 shares of Class A common stock

21 Aggregate Amount Beneficially Owned by Each Reporting Person  
0 shares of Class A common stock

22 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

23 Percent of Class Represented by Amount in Row (9)  
0.0%

24 Type of Reporting Person (See Instructions)  
PN

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CUSIP No. 268785102

- 25 Name of Reporting Persons.  
I.R.S. Identification Nos. of Above Persons (Entities Only).  
AIF VII (AIV), L.P.
- 26 Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)
- 27 SEC Use Only
- 28 Citizenship or Place of Organization  
Delaware
- |  |    |  |
|--|----|--|
|  | 29 | Sole Voting Power  |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With: | 30 | Shared Voting Power<br>0 shares of Class A common stock      |
|  | 31 | Sole Dispositive Power                                       |
|  | 32 | Shared Dispositive Power<br>0 shares of Class A common stock |
|  |    |  |
- 33 Aggregate Amount Beneficially Owned by Each Reporting Person  
0 shares of Class A common stock
- 34 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
- 35 Percent of Class Represented by Amount in Row (9)  
0.0%
- 36 Type of Reporting Person (See Instructions)  
PN

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CUSIP No. 268785102

37 Name of Reporting Persons.  
I.R.S. Identification Nos. of Above Persons (Entities Only).  
AOP VII (EPE Intermediate), L.P.

38 Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)

39 SEC Use Only

40 Citizenship or Place of Organization  
Delaware

41 Sole Voting Power

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With:

42 Shared Voting Power  
15,348,748 shares of Class A common stock

43 Sole Dispositive Power

44 Shared Dispositive Power  
15,348,748 shares of Class A common stock

45 Aggregate Amount Beneficially Owned by Each Reporting Person  
15,348,748 shares of Class A common stock

46 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

47 Percent of Class Represented by Amount in Row (9)  
6.3%

48 Type of Reporting Person (See Instructions)  
PN

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CUSIP No. 268785102

49 Name of Reporting Persons.  
I.R.S. Identification Nos. of Above Persons (Entities Only).  
AP VII 892/TE (EP AIV I), L.P.

50 Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)

51 SEC Use Only

52 Citizenship or Place of Organization  
Delaware

53 Sole Voting Power

Number of Shares Beneficially Owned by Each Reporting Person With: 54 Shared Voting Power  
0 shares of Class A common stock

55 Sole Dispositive Power

56 Shared Dispositive Power  
0 shares of Class A common stock

57 Aggregate Amount Beneficially Owned by Each Reporting Person  
0 shares of Class A common stock

58 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) x

59 Percent of Class Represented by Amount in Row (9)  
0.0%

60 Type of Reporting Person (See Instructions)  
PN

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CUSIP No. 268785102

61	Name* of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only). AP VII 892/TE (EPE AIV II), L.P.
62	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="radio"/> (b) <input checked="" type="radio"/>
63	SEC Use Only
64	Citizenship or Place of Organization Delaware
	65 Sole Voting Power
Number of Shares Beneficially Owned by Each Reporting Person With:	66 Shared Voting Power 0 shares of Class A common stock
	67 Sole Dispositive Power
	68 Shared Dispositive Power 0 shares of Class A common stock
	69 Aggregate Amount Beneficially Owned by Each Reporting Person 0 shares of Class A common stock
70	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input checked="" type="checkbox"/>
71	Percent of Class Represented by Amount in Row (9) 0.0%
72	Type of Reporting Person (See Instructions) PN



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CUSIP No. 268785102

73 Name\* of Reporting Persons.  
I.R.S. Identification Nos. of Above Persons (Entities Only).  
AP VII 892/TE (EPE AIV III), L.P.

74 Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)

75 SEC Use Only

76 Citizenship or Place of Organization  
Delaware

77 Sole Voting Power

Number of Shares Beneficially Owned by Each Reporting Person With: 78 Shared Voting Power  
0 shares of Class A common stock

79 Sole Dispositive Power

80 Shared Dispositive Power  
0 shares of Class A common stock

81 Aggregate Amount Beneficially Owned by Each Reporting Person  
0 shares of Class A common stock

82 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) x

83 Percent of Class Represented by Amount in Row (9)  
0.0%

84 Type of Reporting Person (See Instructions)  
PN

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CUSIP No. 268785102

85 Name\* of Reporting Persons.  
I.R.S. Identification Nos. of Above Persons (Entities Only).  
AP VII 892/TE (EPE AIV IV), L.P.

86 Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)

87 SEC Use Only

88 Citizenship or Place of Organization  
Delaware

89 Sole Voting Power

Number of Shares Beneficially Owned by Each Reporting Person With:

90 Shared Voting Power  
0 shares of Class A common stock

91 Sole Dispositive Power

92 Shared Dispositive Power  
0 shares of Class A common stock

93 Aggregate Amount Beneficially Owned by Each Reporting Person  
0 shares of Class A common stock

94 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) x

95 Percent of Class Represented by Amount in Row (9)  
0.0%

96 Type of Reporting Person (See Instructions)  
PN

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CUSIP No. 268785102

97	Name* of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only). Apollo Investment Fund (PB) VII, L.P.								
98	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="radio"/> (b) <input checked="" type="radio"/>								
99	SEC Use Only								
100	Citizenship or Place of Organization Delaware								
Number of Shares Beneficially Owned by Each Reporting Person With:	<table border="0"> <tr> <td style="vertical-align: top;">101</td> <td>Sole Voting Power</td> </tr> <tr> <td style="vertical-align: top;">102</td> <td>Shared Voting Power 1,125,106 shares of Class A common stock</td> </tr> <tr> <td style="vertical-align: top;">103</td> <td>Sole Dispositive Power</td> </tr> <tr> <td style="vertical-align: top;">104</td> <td>Shared Dispositive Power 1,125,106 shares of Class A common stock</td> </tr> </table>	101	Sole Voting Power	102	Shared Voting Power 1,125,106 shares of Class A common stock	103	Sole Dispositive Power	104	Shared Dispositive Power 1,125,106 shares of Class A common stock
101	Sole Voting Power								
102	Shared Voting Power 1,125,106 shares of Class A common stock								
103	Sole Dispositive Power								
104	Shared Dispositive Power 1,125,106 shares of Class A common stock								
105	Aggregate Amount Beneficially Owned by Each Reporting Person 1,125,106 shares of Class A common stock								
106	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input checked="" type="checkbox"/>								
107	Percent of Class Represented by Amount in Row (9) 0.5%								
108	Type of Reporting Person (See Instructions) PN								

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CUSIP No. 268785102

109	Name* of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only). ANRP (EPE AIV), L.P.								
110	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="radio"/> (b) <input checked="" type="radio"/>								
111	SEC Use Only								
112	Citizenship or Place of Organization Delaware								
Number of Shares Beneficially Owned by Each Reporting Person With:	<table border="0"> <tr> <td style="vertical-align: top;">113</td> <td>Sole Voting Power</td> </tr> <tr> <td style="vertical-align: top;">114</td> <td>Shared Voting Power 0 shares of Class A common stock</td> </tr> <tr> <td style="vertical-align: top;">115</td> <td>Sole Dispositive Power</td> </tr> <tr> <td style="vertical-align: top;">116</td> <td>Shared Dispositive Power 0 shares of Class A common stock</td> </tr> </table>	113	Sole Voting Power	114	Shared Voting Power 0 shares of Class A common stock	115	Sole Dispositive Power	116	Shared Dispositive Power 0 shares of Class A common stock
113	Sole Voting Power								
114	Shared Voting Power 0 shares of Class A common stock								
115	Sole Dispositive Power								
116	Shared Dispositive Power 0 shares of Class A common stock								
117	Aggregate Amount Beneficially Owned by Each Reporting Person 0 shares of Class A common stock								
118	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input checked="" type="checkbox"/>								
119	Percent of Class Represented by Amount in Row (9) 0.0%								
120	Type of Reporting Person (See Instructions) PN								

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CUSIP No. 268785102

121 Name\* of Reporting Persons.  
I.R.S. Identification Nos. of Above Persons (Entities Only).  
ANRP (EPE Intermediate), L.P.

122 Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)

123 SEC Use Only

124 Citizenship or Place of Organization  
Delaware

	125	Sole Voting Power
Number of Shares Beneficially Owned by Each Reporting Person With:	126	Shared Voting Power 930,995 shares of Class A common stock
	127	Sole Dispositive Power
	128	Shared Dispositive Power 930,995 shares of Class A common stock

129 Aggregate Amount Beneficially Owned by Each Reporting Person  
930,995 shares of Class A common stock

130 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

131 Percent of Class Represented by Amount in Row (9)  
0.4%

132 Type of Reporting Person (See Instructions)  
PN

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CUSIP No. 268785102

133	Name* of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only). ANRP (Corp AIV), L.P.								
134	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="radio"/> o (b) <input checked="" type="radio"/> x								
135	SEC Use Only								
136	Citizenship or Place of Organization Delaware								
Number of Shares Beneficially Owned by Each Reporting Person With:	<table border="0" style="width: 100%;"> <tr> <td style="text-align: center; vertical-align: top;">137</td> <td style="text-align: right; vertical-align: top;">Sole Voting Power</td> </tr> <tr> <td style="text-align: center; vertical-align: top;">138</td> <td style="text-align: right; vertical-align: top;">Shared Voting Power 5,324,350 shares of Class A common stock</td> </tr> <tr> <td style="text-align: center; vertical-align: top;">139</td> <td style="text-align: right; vertical-align: top;">Sole Dispositive Power</td> </tr> <tr> <td style="text-align: center; vertical-align: top;">140</td> <td style="text-align: right; vertical-align: top;">Shared Dispositive Power 5,324,350 shares of Class A common stock</td> </tr> </table>	137	Sole Voting Power	138	Shared Voting Power 5,324,350 shares of Class A common stock	139	Sole Dispositive Power	140	Shared Dispositive Power 5,324,350 shares of Class A common stock
137	Sole Voting Power								
138	Shared Voting Power 5,324,350 shares of Class A common stock								
139	Sole Dispositive Power								
140	Shared Dispositive Power 5,324,350 shares of Class A common stock								
141	Aggregate Amount Beneficially Owned by Each Reporting Person 5,324,350 shares of Class A common stock								
142	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input checked="" type="checkbox"/> x								
143	Percent of Class Represented by Amount in Row (9) 2.2%								
144	Type of Reporting Person (See Instructions) PN								

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CUSIP No. 268785102

145 Name\* of Reporting Persons.  
I.R.S. Identification Nos. of Above Persons (Entities Only).  
ANRP 892/TE (EPE AIV), L.P.

146 Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)

147 SEC Use Only

148 Citizenship or Place of Organization  
Delaware

	149	Sole Voting Power
Number of Shares Beneficially Owned by Each Reporting Person With:	150	Shared Voting Power 0 shares of Class A common stock
	151	Sole Dispositive Power
	152	Shared Dispositive Power 0 shares of Class A common stock

153 Aggregate Amount Beneficially Owned by Each Reporting Person  
0 shares of Class A common stock

154 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

155 Percent of Class Represented by Amount in Row (9)  
0.0%

156 Type of Reporting Person (See Instructions)  
PN

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CUSIP No. 268785102

157 Name\* of Reporting Persons.  
I.R.S. Identification Nos. of Above Persons (Entities Only).  
EPE Domestic Co-Investors, L.P.

158 Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)

159 SEC Use Only

160 Citizenship or Place of Organization  
Delaware

	161	Sole Voting Power
Number of Shares Beneficially Owned by Each Reporting Person With:	162	Shared Voting Power 3,171,457 shares of Class A common stock
	163	Sole Dispositive Power
	164	Shared Dispositive Power 3,171,457 shares of Class A common stock

165 Aggregate Amount Beneficially Owned by Each Reporting Person  
3,171,457 shares of Class A common stock

166 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

167 Percent of Class Represented by Amount in Row (9)  
1.3%

168 Type of Reporting Person (See Instructions)  
PN



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CUSIP No. 268785102

169	Name* of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only). EPE Overseas Co-Investors (FC), L.P.								
170	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="radio"/> (b) <input checked="" type="radio"/>								
171	SEC Use Only								
172	Citizenship or Place of Organization Cayman Islands								
Number of Shares Beneficially Owned by Each Reporting Person With:	<table border="0"> <tr> <td style="vertical-align: top;">173</td> <td>Sole Voting Power</td> </tr> <tr> <td style="vertical-align: top;">174</td> <td>Shared Voting Power 2,376,560 shares of Class A common stock</td> </tr> <tr> <td style="vertical-align: top;">175</td> <td>Sole Dispositive Power</td> </tr> <tr> <td style="vertical-align: top;">176</td> <td>Shared Dispositive Power 2,376,560 shares of Class A common stock</td> </tr> </table>	173	Sole Voting Power	174	Shared Voting Power 2,376,560 shares of Class A common stock	175	Sole Dispositive Power	176	Shared Dispositive Power 2,376,560 shares of Class A common stock
173	Sole Voting Power								
174	Shared Voting Power 2,376,560 shares of Class A common stock								
175	Sole Dispositive Power								
176	Shared Dispositive Power 2,376,560 shares of Class A common stock								
177	Aggregate Amount Beneficially Owned by Each Reporting Person 2,376,560 shares of Class A common stock								
178	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input checked="" type="checkbox"/>								
179	Percent of Class Represented by Amount in Row (9) 1.0%								
180	Type of Reporting Person (See Instructions) PN								

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CUSIP No. 268785102

181 Name\* of Reporting Persons.  
I.R.S. Identification Nos. of Above Persons (Entities Only).  
EPE 892 Co-Investors I, L.P.

182 Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)

183 SEC Use Only

184 Citizenship or Place of Organization  
Delaware

	185	Sole Voting Power
Number of Shares Beneficially Owned by Each Reporting Person With:	186	Shared Voting Power 19,360,762 shares of Class A common stock
	187	Sole Dispositive Power
	188	Shared Dispositive Power 19,360,762 shares of Class A common stock

189 Aggregate Amount Beneficially Owned by Each Reporting Person  
19,360,762 shares of Class A common stock

190 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

191 Percent of Class Represented by Amount in Row (9)  
7.9%

192 Type of Reporting Person (See Instructions)  
PN

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CUSIP No. 268785102

193 Name\* of Reporting Persons.  
I.R.S. Identification Nos. of Above Persons (Entities Only).  
EPE 892 Co-Investors II, L.P.

194 Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)

195 SEC Use Only

196 Citizenship or Place of Organization  
Delaware

	197	Sole Voting Power
Number of Shares Beneficially Owned by Each Reporting Person With:	198	Shared Voting Power 15,594,575 shares of Class A common stock
	199	Sole Dispositive Power
	200	Shared Dispositive Power 15,594,575 shares of Class A common stock

201 Aggregate Amount Beneficially Owned by Each Reporting Person  
15,594,575 shares of Class A common stock

202 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

203 Percent of Class Represented by Amount in Row (9)  
6.4%

204 Type of Reporting Person (See Instructions)  
PN

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CUSIP No. 268785102

205	Name* of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only). EPE 892 Co-Investors III, L.P.								
206	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="radio"/> (b) <input checked="" type="radio"/>								
207	SEC Use Only								
208	Citizenship or Place of Organization Delaware								
Number of Shares Beneficially Owned by Each Reporting Person With:	<table border="0"> <tr> <td style="vertical-align: top;">209</td> <td>Sole Voting Power</td> </tr> <tr> <td style="vertical-align: top;">210</td> <td>Shared Voting Power 9,539,400 shares of Class A common stock</td> </tr> <tr> <td style="vertical-align: top;">211</td> <td>Sole Dispositive Power</td> </tr> <tr> <td style="vertical-align: top;">212</td> <td>Shared Dispositive Power 9,539,400 shares of Class A common stock</td> </tr> </table>	209	Sole Voting Power	210	Shared Voting Power 9,539,400 shares of Class A common stock	211	Sole Dispositive Power	212	Shared Dispositive Power 9,539,400 shares of Class A common stock
209	Sole Voting Power								
210	Shared Voting Power 9,539,400 shares of Class A common stock								
211	Sole Dispositive Power								
212	Shared Dispositive Power 9,539,400 shares of Class A common stock								
213	Aggregate Amount Beneficially Owned by Each Reporting Person 9,539,400 shares of Class A common stock								
214	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input checked="" type="checkbox"/>								
215	Percent of Class Represented by Amount in Row (9) 3.9%								
216	Type of Reporting Person (See Instructions) PN								

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CUSIP No. 268785102

217	Name* of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only). Apollo Commodities Management, L.P. with respect to Series I								
218	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="radio"/> (b) <input checked="" type="radio"/>								
219	SEC Use Only								
220	Citizenship or Place of Organization Delaware								
Number of Shares Beneficially Owned by Each Reporting Person With:	<table border="0"> <tr> <td style="vertical-align: top;">221</td> <td>Sole Voting Power</td> </tr> <tr> <td style="vertical-align: top;">222</td> <td>Shared Voting Power 56,298,099 shares of Class A common stock</td> </tr> <tr> <td style="vertical-align: top;">223</td> <td>Sole Dispositive Power</td> </tr> <tr> <td style="vertical-align: top;">224</td> <td>Shared Dispositive Power 56,298,099 shares of Class A common stock</td> </tr> </table>	221	Sole Voting Power	222	Shared Voting Power 56,298,099 shares of Class A common stock	223	Sole Dispositive Power	224	Shared Dispositive Power 56,298,099 shares of Class A common stock
221	Sole Voting Power								
222	Shared Voting Power 56,298,099 shares of Class A common stock								
223	Sole Dispositive Power								
224	Shared Dispositive Power 56,298,099 shares of Class A common stock								
225	Aggregate Amount Beneficially Owned by Each Reporting Person 56,298,099 shares of Class A common stock								
226	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input checked="" type="checkbox"/>								
227	Percent of Class Represented by Amount in Row (9) 23.0%								
228	Type of Reporting Person (See Instructions) PN								

Edgar Filing: EP Energy Corp - Form SC 13G

CUSIP No. 268785102

229 Name\* of Reporting Persons.  
I.R.S. Identification Nos. of Above Persons (Entities Only).  
Apollo Commodities Management GP, LLC

230 Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)

231 SEC Use Only

232 Citizenship or Place of Organization  
Delaware

	233	Sole Voting Power
Number of Shares Beneficially Owned by Each Reporting Person With:	234	Shared Voting Power 56,298,099 shares of Class A common stock
	235	Sole Dispositive Power
	236	Shared Dispositive Power 56,298,099 shares of Class A common stock

237 Aggregate Amount Beneficially Owned by Each Reporting Person  
56,298,099 shares of Class A common stock

238 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

239 Percent of Class Represented by Amount in Row (9)  
23.0%

240 Type of Reporting Person (See Instructions)  
OO

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CUSIP No. 268785102

241 Name\* of Reporting Persons.  
I.R.S. Identification Nos. of Above Persons (Entities Only).  
EPE Acquisition Holdings, LLC

242 Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)

243 SEC Use Only

244 Citizenship or Place of Organization  
Delaware

	245	Sole Voting Power
Number of Shares Beneficially Owned by Each Reporting Person With:	246	Shared Voting Power 50,042,754 Class A common stock
	247	Sole Dispositive Power
	248	Shared Dispositive Power 50,042,754 shares of Class A common stock
	249	Aggregate Amount Beneficially Owned by Each Reporting Person 50,042,754 shares of Class A common stock
250	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input checked="" type="checkbox"/>	
251	Percent of Class Represented by Amount in Row (9) 20.4%	
252	Type of Reporting Person (See Instructions) OO	

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CUSIP No. 268785102

253 Name of Reporting Persons.  
I.R.S. Identification Nos. of Above Persons (Entities Only).  
Apollo Management VII, L.P.

254 Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)

255 SEC Use Only

256 Citizenship or Place of Organization  
Delaware

	257	Sole Voting Power
Number of Shares Beneficially Owned by Each Reporting Person With:	258	Shared Voting Power 106,340,862 shares of Class A common stock
	259	Sole Dispositive Power
	260	Shared Dispositive Power 106,340,862 shares of Class A common stock

261 Aggregate Amount Beneficially Owned by Each Reporting Person  
106,340,862 shares of Class A common stock

262 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

263 Percent of Class Represented by Amount in Row (9)  
43.4%

264 Type of Reporting Person (See Instructions)  
PN



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CUSIP No. 268785102

265 Name of Reporting Persons.  
I.R.S. Identification Nos. of Above Persons (Entities Only).  
AIF VII Management, LLC

266 Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)

267 SEC Use Only

268 Citizenship or Place of Organization  
Delaware

	269	Sole Voting Power
Number of Shares Beneficially Owned by Each Reporting Person With:	270	Shared Voting Power 106,340,862 shares of Class A common stock
	271	Sole Dispositive Power
	272	Shared Dispositive Power 106,340,862 shares of Class A common stock

273 Aggregate Amount Beneficially Owned by Each Reporting Person  
106,340,862 shares of Class A common stock

274 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

275 Percent of Class Represented by Amount in Row (9)  
43.4%

276 Type of Reporting Person (See Instructions)  
OO

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CUSIP No. 268785102

277	Name of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only). Apollo Management, L.P.								
278	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="radio"/> (b) <input checked="" type="radio"/>								
279	SEC Use Only								
280	Citizenship or Place of Organization Delaware								
Number of Shares Beneficially Owned by Each Reporting Person With:	<table border="0"> <tr> <td style="vertical-align: top;">281</td> <td>Sole Voting Power</td> </tr> <tr> <td style="vertical-align: top;">282</td> <td>Shared Voting Power 106,340,862 shares of Class A common stock</td> </tr> <tr> <td style="vertical-align: top;">283</td> <td>Sole Dispositive Power</td> </tr> <tr> <td style="vertical-align: top;">284</td> <td>Shared Dispositive Power 106,340,862 shares of Class A common stock</td> </tr> </table>	281	Sole Voting Power	282	Shared Voting Power 106,340,862 shares of Class A common stock	283	Sole Dispositive Power	284	Shared Dispositive Power 106,340,862 shares of Class A common stock
281	Sole Voting Power								
282	Shared Voting Power 106,340,862 shares of Class A common stock								
283	Sole Dispositive Power								
284	Shared Dispositive Power 106,340,862 shares of Class A common stock								
285	Aggregate Amount Beneficially Owned by Each Reporting Person 106,340,862 shares of Class A common stock								
286	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input checked="" type="checkbox"/>								
287	Percent of Class Represented by Amount in Row (9) 43.4%								
288	Type of Reporting Person (See Instructions) PN								

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CUSIP No. 268785102

289	Name of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only). Apollo Management GP, LLC								
290	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="radio"/> (b) <input checked="" type="radio"/>								
291	SEC Use Only								
292	Citizenship or Place of Organization Delaware								
Number of Shares Beneficially Owned by Each Reporting Person With:	<table border="0"> <tr> <td style="vertical-align: top;">293</td> <td>Sole Voting Power</td> </tr> <tr> <td style="vertical-align: top;">294</td> <td>Shared Voting Power 106,340,862 shares of Class A common stock</td> </tr> <tr> <td style="vertical-align: top;">295</td> <td>Sole Dispositive Power</td> </tr> <tr> <td style="vertical-align: top;">296</td> <td>Shared Dispositive Power 106,340,862 shares of Class A common stock</td> </tr> </table>	293	Sole Voting Power	294	Shared Voting Power 106,340,862 shares of Class A common stock	295	Sole Dispositive Power	296	Shared Dispositive Power 106,340,862 shares of Class A common stock
293	Sole Voting Power								
294	Shared Voting Power 106,340,862 shares of Class A common stock								
295	Sole Dispositive Power								
296	Shared Dispositive Power 106,340,862 shares of Class A common stock								
297	Aggregate Amount Beneficially Owned by Each Reporting Person 106,340,862 shares of Class A common stock								
298	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input checked="" type="checkbox"/>								
299	Percent of Class Represented by Amount in Row (9) 43.4%								
300	Type of Reporting Person (See Instructions) OO								

Edgar Filing: EP Energy Corp - Form SC 13G

CUSIP No. 268785102

301	Name of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only). Apollo Management Holdings, L.P.								
302	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="radio"/> (b) <input checked="" type="radio"/>								
303	SEC Use Only								
304	Citizenship or Place of Organization Delaware								
Number of Shares Beneficially Owned by Each Reporting Person With:	<table border="0"> <tr> <td style="vertical-align: top;">305</td> <td>Sole Voting Power</td> </tr> <tr> <td style="vertical-align: top;">306</td> <td>Shared Voting Power 112,596,207 shares of Class A common stock</td> </tr> <tr> <td style="vertical-align: top;">307</td> <td>Sole Dispositive Power</td> </tr> <tr> <td style="vertical-align: top;">308</td> <td>Shared Dispositive Power 112,596,207 shares of Class A common stock</td> </tr> </table>	305	Sole Voting Power	306	Shared Voting Power 112,596,207 shares of Class A common stock	307	Sole Dispositive Power	308	Shared Dispositive Power 112,596,207 shares of Class A common stock
305	Sole Voting Power								
306	Shared Voting Power 112,596,207 shares of Class A common stock								
307	Sole Dispositive Power								
308	Shared Dispositive Power 112,596,207 shares of Class A common stock								
309	Aggregate Amount Beneficially Owned by Each Reporting Person 112,596,207 shares of Class A common stock								
310	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="radio"/>								
311	Percent of Class Represented by Amount in Row (9) 46.0%								
312	Type of Reporting Person (See Instructions) PN								

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CUSIP No. 268785102

313 Name of Reporting Persons.  
I.R.S. Identification Nos. of Above Persons (Entities Only).  
Apollo Management Holdings GP, LLC

314 Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)   
(b)

315 SEC Use Only

316 Citizenship or Place of Organization  
Delaware

	317	Sole Voting Power
Number of Shares Beneficially Owned by Each Reporting Person With:	318	Shared Voting Power 112,596,207 shares of Class A common stock
	319	Sole Dispositive Power
	320	Shared Dispositive Power 112,596,207 shares of Class A common stock

321 Aggregate Amount Beneficially Owned by Each Reporting Person  
112,596,207 shares of Class A common stock

322 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

323 Percent of Class Represented by Amount in Row (9)  
46.0%

324 Type of Reporting Person (See Instructions)  
OO

**Item 1.** (a) Name of Issuer  
EP Energy Corporation  
(b) Address of Issuer's Principal Executive Offices  
1001 Louisiana Street  
  
Houston, Texas 77002

**Item 2.** (a) Name of Person Filing  
This statement is filed by (collectively, the Reporting Persons ): (i) Apollo Investment Fund VII, L.P. ( AIF VII ), (ii) Apollo Overseas Partners (Delaware 892) VII, L.P. ( AOP (Delaware 892) ), (iii) AIF PB VII (LS AIV), L.P. ( AIF LS AIV ), (iv) AIF VII (AIV), L.P. ( AIF VII (AIV) ), (v) AOP VII (EPE Intermediate), L.P. ( AOP Intermediate ), (vi) AP VII 892/TE (EPE AIV I), L.P. ( AP EPE I ), (vii) AP VII 892/TE (EPE AIV II), L.P. ( AP EPE II ), (viii) AP VII 892/TE (EPE AIV III), L.P. ( AP EPE III ), (ix) AP VII 892/TE (EPE AIV IV), L.P. ( AP EPE IV ), (x) Apollo Investment Fund (PB) VII, L.P. ( AIF (PB) VII ), (xi) ANRP (EPE AIV), L.P. ( ANRP EPE ), (xii) ANRP (EPE Intermediate), L.P. ( ANRP Intermediate ), (xiii) ANRP (Corp AIV), L.P. ( ANRP (Corp AIV) ), (xiv) ANRP 892/TE (EPE AIV), L.P. ( ANRP 892 ), (xv) EPE Domestic Co-Investors, L.P. ( Domestic Co-Investors ), (xvi) EPE Overseas Co-Investors (FC), L.P. ( Overseas Co-Investors ), (xvii) EPE 892 Co-Investors I, L.P. ( Co-Investor I ), (xviii) EPE 892 Co-Investors II, L.P. ( Co-Investor II ), (xix) EPE 892 Co-Investors III, L.P. ( Co-Investors III ), (xx) Apollo Commodities Management, L.P. with respect to Series I, ( Commodities Management ), (xxi) Apollo Commodities Management GP, LLC ( Commodities GP ), (xxii) EPE Acquisition Holdings, LLC ( Acquisition Holdings ), (xxiii) Apollo Management VII, L.P. ( Management VII ), (xxiv) AIF VII Management, LLC ( AIF VII LLC ), (xxv) Apollo Management, L.P. ( Apollo Management ), (xxvi) Apollo Management GP, LLC ( Management GP ), (xxvii) Apollo Management Holdings, L.P. ( Management Holdings ), and (xxviii) Apollo Management Holdings GP, LLC ( Management Holdings GP ).

In November 2014, AIF LS AIV, AIF VII (AIV), AP EPE I, AP EPE II, AP EPE III, AP EPE IV, ANRP EPE and ANRP 892 participated in a reorganization following which the shares of the Class A common stock of the Issuer previously held by these entities are now held by AIF VII, AOP (Delaware 892), AIF (PB) VII and ANRP (Corp AIV). As a result of the transfer of shares that occurred in connection with the reorganization, AIF LS AIV, AIF VII (AIV), AP EPE I, AP EPE II, AP EPE III, AP EPE IV, ANRP EPE and ANRP 892 no longer hold any shares of the Issuer's Class A Common Stock and will no longer be included as Reporting Persons after the filing of this Schedule 13G.

AIF VII, AOP (Delaware 892), AOP Intermediate, AIF (PB) VII, ANRP Intermediate, ANRP (Corp AIV), Domestic Co-Investors, Overseas Co-Investors, Co-Investor I, Co-Investor II and Co-Investor III (collectively, the Apollo Funds ) each hold shares of the Class A common stock of the Issuer. Management VII is the manager of AIF VII, AOP (Delaware 892), AOP Intermediate, AIF (PB) VII, AIF LS AIV, AIF VII (AIV), AP EPE I, AP EPE II, AP EPE III and AP EPE IV. Commodities Management is the manager of ANRP Intermediate, ANRP (Corp AIV), ANRP EPE and ANRP 892. Commodities GP is the general partner of Commodities Management. Acquisition Holdings is the general partner of Domestic Co-Investors, Overseas Co-Investors, Co-Investor I, Co-Investor II and Co-Investor III. Management VII and Commodities Management are the members and managers of Acquisition Holdings. AIF VII LLC is the general partner of

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Management VII. Apollo Management is the sole member and manager of AIF VII LLC, and Management GP is the general partner of Apollo Management. Management Holdings is the sole member and manager of Management GP and Commodities GP. Management Holdings GP is the general partner of Management Holdings.

(b) Address of Principal Business Office or, if none, Residence

The principal office of each of AIF VII, AOP (Delaware 892), AOP Intermediate, AIF LS AIV, AIF VII (AIV), AIF (PB) VII, AP EPE I, AP EPE II, AP EPE III, AP EPE IV, ANRP 892, Domestic Co-Investors, Co-Investor I, Co-Investor II and Co-Investor III is One Manhattanville Road, Suite 201, Purchase, New York 10577. The principal office of Overseas Co-Investors is c/o Intertrust Corporate Services (Cayman) Limited, 190 Elgin Street, George Town, Grand Cayman KY1-9005, Cayman Islands. The principal office of ANRP Intermediate, ANRP (Corp AIV), ANRP EPE, Commodities Management, Commodities GP, Acquisition Holdings, Management VII, AIF VII LLC, Apollo Management, Management GP, Management Holdings and Management Holdings GP is 9 West 57th St., 43rd Floor, New York, New York 10019.

(c) Citizenship

AIF VII, AOP (Delaware 892), AOP Intermediate, AIF LS AIV, AIF VII (AIV), AP EPE I, AP EPE II, AP EPE III, AP EPE IV, AIF (PB) VII, ANRP Intermediate, ANRP (Corp AIV), ANRP EPE, ANRP 892, Domestic Co-Investors, Co-Investor I, Co-Investor II, Co-Investor III, Management VII, Commodities Management, Apollo Management, and Management Holdings are each Delaware limited partnerships. Overseas Co-Investors is an exempted limited partnership registered in the Cayman Islands. Commodities GP, Acquisition Holdings, AIF VII LLC, Management GP, and Management Holdings GP are each Delaware limited liability companies.

(d) Title of Class of Securities

Class A common stock, par value \$0.01

(e) CUSIP Number

268785102

**Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:**  
Not applicable.



**Item 4. Ownership.**

(a)	Amount beneficially owned:	
	AIF VII:	28,845,236 shares of Class A common stock
	AOP (Delaware 892):	10,979,018 shares of Class A common stock
	AIF LS AIV:	0 shares of Class A common stock
	AIF VII:	0 shares of Class A common stock
	AOP Intermediate:	15,348,748 shares of Class A common stock
	AP EPE I:	0 shares of Class A common stock
	AP EPE II:	0 shares of Class A common stock
	AP EPE III:	0 shares of Class A common stock
	AP EPE IV:	0 shares of Class A common stock
	AIF (PB) VII:	1,125,106 shares of Class A common stock
	ANRP EPE:	0 shares of Class A common stock
	ANRP Intermediate:	930,995 shares of Class A common stock
	ANRP (Corp AIV):	5,324,350 shares of Class A common stock
	ANRP 892:	0 shares of Class A common stock
	Domestic Co-Investors:	3,171,457 shares of Class A common stock
	Overseas Co-Investors:	2,376,560 shares of Class A common stock
	Co-Investor I:	19,360,762 shares of Class A common stock
	Co-Investor II:	15,594,575 shares of Class A common stock
	Co-Investor III:	9,539,400 shares of Class A common stock
	Commodities Management:	56,298,099 shares of Class A common stock
	Commodities GP:	56,298,099 shares of Class A common stock
	Acquisition Holdings:	50,042,754 shares of Class A common stock
	Management VII:	106,340,862 shares of Class A common stock
	AIF VII LLC:	106,340,862 shares of Class A common stock
	Apollo Management:	106,340,862 shares of Class A common stock
	Management GP:	106,340,862 shares of Class A common stock
	Management Holdings:	112,596,207 shares of Class A common stock
	Management Holdings GP:	112,596,207 shares of Class A common stock

Each of the Apollo Funds disclaims beneficial ownership of the shares of the Issuer's Class A common stock held of record by any of the other Apollo Funds, and each of Management VII, AIF VII LLC, Apollo Management, Management GP, Management Holdings, Management Holdings GP, and Messrs. Black, Harris, and Rowan, the managers, as well as executive officers, of Management Holdings GP, disclaim beneficial ownership of all of the shares of Class A common stock included in this report, and the filing of this report shall not be construed as an admission that any such person or entity is the beneficial owner of any such securities for purposes of Section 13(d) or 13(g) of the Securities Exchange Act of 1934, as amended, or for any other purpose.

(b)	Percent of class:	
	AIF VII:	11.8%
	AOP (Delaware 892):	4.5%
	AIF LS AIV:	0.0%
	AIF VII:	0.0%
	AOP Intermediate:	6.3%
	AP EPE I:	0.0%
	AP EPE II:	0.0%
	AP EPE III:	0.0%
	AP EPE IV:	0.0%
	AIF (PB) VII:	0.5%
	ANRP EPE:	0.0%
	ANRP Intermediate:	0.4%
	ANRP (Corp AIV):	2.2%
	ANRP 892:	0.0%
	Domestic Co-Investors:	1.3%
	Overseas Co-Investors:	1.0%

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Co-Investor I:	7.9%
Co-Investor II:	6.4%
Co-Investor III:	3.9%
Commodities Management:	23.0%
Commodities GP:	23.0%
Acquisition Holdings:	20.4%
Management VII:	43.4%
AIF VII LLC:	43.4%
Apollo Management:	43.4%
Management GP:	43.4%
Management Holdings:	46.0%
Management Holdings GP:	46.0%

The percentage of Class A common stock beneficially owned by each Reporting Person is based on 244,800,513 shares of Class A common stock outstanding as of October 30, 2014 according to the Quarterly Report on Form 10-Q filed by the Issuer with the Securities and Exchange Commission on November 5, 2014.

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

0 for all Reporting Persons.

(ii) Shared power to vote or to direct the vote:

AIF VII:	28,845,236 shares of Class A common stock
AOP (Delaware 892):	10,979,018 shares of Class A common stock
AIF LS AIV:	0 shares of Class A common stock
AIF VII:	0 shares of Class A common stock
AOP Intermediate:	15,348,748 shares of Class A common stock
AP EPE I:	0 shares of Class A common stock
AP EPE II:	0 shares of Class A common stock
AP EPE III:	0 shares of Class A common stock
AP EPE IV:	0 shares of Class A common stock
AIF (PB) VII:	1,125,106 shares of Class A common stock
ANRP EPE:	0 shares of Class A common stock
ANRP Intermediate:	930,995 shares of Class A common stock
ANRP (Corp AIV):	5,324,350 shares of Class A common stock
ANRP 892:	0 shares of Class A common stock
Domestic Co-Investors:	3,171,457 shares of Class A common stock
Overseas Co-Investors:	2,376,560 shares of Class A common stock
Co-Investor I:	19,360,762 shares of Class A common stock
Co-Investor II:	15,594,575 shares of Class A common stock
Co-Investor III:	9,539,400 shares of Class A common stock
Commodities Management:	56,298,099 shares of Class A common stock
Commodities GP:	56,298,099 shares of Class A common stock
Acquisition Holdings:	50,042,754 shares of Class A common stock
Management VII:	106,340,862 shares of Class A common stock
AIF VII LLC:	106,340,862 shares of Class A common stock
Apollo Management:	106,340,862 shares of Class A common stock
Management GP:	106,340,862 shares of Class A common stock
Management Holdings:	112,596,207 shares of Class A common stock
Management Holdings GP:	112,596,207 shares of Class A common stock

(iii) Sole power to dispose or to direct the disposition of:

0 for all Reporting Persons.

(iv) Shared power to dispose or to direct the disposition of:

AIF VII:	28,845,236 shares of Class A common stock
AOP (Delaware 892):	10,979,018 shares of Class A common stock
AIF LS AIV:	0 shares of Class A common stock
AIF VII:	0 shares of Class A common stock
AOP Intermediate:	15,348,748 shares of Class A common stock
AP EPE I:	0 shares of Class A common stock
AP EPE II:	0 shares of Class A common stock
AP EPE III:	0 shares of Class A common stock
AP EPE IV:	0 shares of Class A common stock
AIF (PB) VII:	1,125,106 shares of Class A common stock
ANRP EPE:	0 shares of Class A common stock
ANRP Intermediate:	930,995 shares of Class A common stock
ANRP (Corp AIV):	5,324,350 shares of Class A common stock
ANRP 892:	0 shares of Class A common stock
Domestic Co-Investors:	3,171,457 shares of Class A common stock
Overseas Co-Investors:	2,376,560 shares of Class A common stock
Co-Investor I:	19,360,762 shares of Class A common stock
Co-Investor II:	15,594,575 shares of Class A common stock
Co-Investor III:	9,539,400 shares of Class A common stock
Commodities Management:	56,298,099 shares of Class A common stock
Commodities GP:	56,298,099 shares of Class A common stock
Acquisition Holdings:	50,042,754 shares of Class A common stock
Management VII:	106,340,862 shares of Class A common stock
AIF VII LLC:	106,340,862 shares of Class A common stock
Apollo Management:	106,340,862 shares of Class A common stock
Management GP:	106,340,862 shares of Class A common stock
Management Holdings:	112,596,207 shares of Class A common stock
Management Holdings GP:	112,596,207 shares of Class A common stock

**Item 5. Ownership of Five Percent or Less of a Class.**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following o.

**Item 6. Ownership of More than Five Percent on Behalf of Another Person.**

Not applicable.

- Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.**  
Not applicable.
- Item 8. Identification and Classification of Members of the Group.**  
Not applicable.
- Item 9. Notice of Dissolution of Group.**  
Not applicable.
- Item 10. Certification.**  
Not applicable.

[The remainder of this page intentionally left blank.]

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 13, 2015

APOLLO INVESTMENT FUND VII, L.P.

By: Apollo Management VII, L.P.  
its manager

By: AIF VII Management, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

APOLLO OVERSEAS PARTNERS  
(DELAWARE 892) VII, L.P.

By: Apollo Management VII, L.P.  
its manager

By: AIF VII Management, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

AIF PB VII (LS AIV), L.P.

By: Apollo Management VII, L.P.  
its manager

By: AIF VII Management, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

AIF VII (AIV), L.P.

By: Apollo Management VII, L.P.  
its manager

By: AIF VII Management, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

AOP VII (EPE INTERMEDIATE), L.P.

By: Apollo Management VII, L.P.  
its manager

By: AIF VII Management, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

AP VII 892/TE (EPE AIV I), L.P.

By: Apollo Management VII, L.P.  
its manager

By: AIF VII Management, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

AP VII 892/TE (EPE AIV II), L.P.

By: Apollo Management VII, L.P.  
its manager

By: AIF VII Management, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

AP VII 892/TE (EPE AIV III), L.P.

By: Apollo Management VII, L.P.  
its manager

By: AIF VII Management, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

AP VII 892/TE (EPE AIV IV), L.P.

By: Apollo Management VII, L.P.  
its manager

By: AIF VII Management, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

APOLLO INVESTMENT FUND (PB) VII, L.P.

By: Apollo Management VII, L.P.  
its manager

By: AIF VII Management, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

ANRP (EPE INTERMEDIATE), L.P.

By: Apollo Commodities Management, L.P.  
(with respect to Series I)  
its manager

By: Apollo Commodities Management GP, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President



ANRP (CORP AIV), L.P.

By: Apollo Commodities Management, L.P.  
(with respect to Series I)  
its manager

By: Apollo Commodities Management GP, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

ANRP (EPE AIV), L.P.

By: Apollo Commodities Management, L.P.  
(with respect to Series I)  
its manager

By: Apollo Commodities Management GP, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

ANRP 892/TE (EPE AIV), L.P.

By: Apollo Commodities Management, L.P.  
(with respect to Series I)  
its manager

By: Apollo Commodities Management GP, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

EPE DOMESTIC CO-INVESTORS, L.P.

By: EPE Acquisition Holdings, LLC  
its manager

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

EPE OVERSEAS CO-INVESTORS (FC), L.P.

By: EPE Acquisition Holdings, LLC  
its manager

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

EPE 892 CO-INVESTORS I, L.P.

By: EPE Acquisition Holdings, LLC  
its manager

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

EPE 892 CO-INVESTORS II, L.P.

By: EPE Acquisition Holdings, LLC  
its manager

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

EPE 892 CO-INVESTORS III, L.P.

By: EPE Acquisition Holdings, LLC  
its manager

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

APOLLO COMMODITIES MANAGEMENT, L.P.  
(with respect to Series I)

By: Apollo Commodities Management GP, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

APOLLO COMMODITIES MANAGEMENT GP, LLC

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

EPE ACQUISITION HOLDINGS, LLC

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

APOLLO MANAGEMENT VII, L.P.

By: AIF VII Management, LLC,  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

AIF VII MANAGEMENT, LLC

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

APOLLO MANAGEMENT, L.P.

By: Apollo Management GP, LLC,  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

APOLLO MANAGEMENT GP, LLC

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

APOLLO MANAGEMENT HOLDINGS, L.P.

By: Apollo Management Holdings GP, LLC,  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

APOLLO MANAGEMENT HOLDINGS GP, LLC

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President